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FORTRESS CREDIT CO. LLC,
VLSI TECHNOLOGY LLC

Additional counsel listed on signature page

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

INTEL CORPORATION and APPLE INC.,

Plaintiffs,

v.

FORTRESS INVESTMENT GROUP LLC,
FORTRESS CREDIT CO. LLC, UNILOC
2017 LLC, UNILOC USA, INC., UNILOC
LUXEMBOURG S.A.R.L., VLSI
TECHNOLOGY LLC, INVT SPE LLC,
INVENTERGY GLOBAL, INC., and IXI IP,
LLC,

Defendants.

Case No. 3:19-cv-07651-EMC

**DEFENDANTS' ADMINISTRATIVE
MOTION TO SEAL DEFENDANTS'
JOINT MOTION TO DISMISS AND TO
STRIKE PLAINTIFFS' SECOND
AMENDED COMPLAINT AND
REQUEST FOR JUDICIAL NOTICE**

Hon. Edward M. Chen

Pursuant to Civil Local Rules 7-11 and 79-5, Defendants Fortress Investment Group LLC, Fortress Credit Co. LLC, Uniloc 2017 LLC, Uniloc USA, Inc., Uniloc Luxembourg S.A.R.L., VLSI Technology LLC, INVT SPE LLC, Inventergy Global, Inc., And IXI IP, LLC, (collectively “Defendants”) submit an administrative motion (“Administrative Motion”) for an order to file under seal limited portions of Defendants’ Joint Motion to Dismiss and to Strike Plaintiffs’ Second Amended Complaint (“Motion to Dismiss the SAC”) as well as two documents attached to Defendants’ contemporaneously-filed Request for Judicial Notice in support of the Motion to Dismiss the SAC (“RJN”).

As set forth in the Declaration of Olivia Weber in support of the Administrative Motion, portions of the Motion to Dismiss the SAC discuss or quote information contained in the Second Amended Complaint (“SAC”) that the Court already ordered sealed. Dkt. No. 238. Specifically, this information includes the following:

- Information relating to VLSI’s patent purchase and cooperation agreement and amendment (collectively, “PPCA”) with NXP B.V., Motion to Dismiss the SAC at 20:22-24; Weber Decl. ¶ 2; *see also* Dkt. No. 238 (sealing SAC ¶¶ 76-77, 274-275).
- Information concerning damages claims made by Defendant VLSI Technology LLC in *VLSI Technology LLC v. Intel Corporation*, 1:18-cv-00966-CFC-CJB (D. Del.), Motion to Dismiss the SAC at 25:13-16; Weber Decl. ¶ 4; *see also* Dkt. No. 238 (sealing SAC ¶ 274).
- Information relating to a third party’s patent licensing offer to plaintiff Intel. *See* Motion to Dismiss the SAC at 20:13-14; Weber Decl. ¶ 6; *see also* Dkt. No. 238 (sealing SAC ¶ 125).

This information constitutes the proprietary and highly-confidential business information of defendant VLSI and other non-parties. Defendants respectfully request that the Court seal this information for the same reason it sealed the exact same information contained in the SAC. *See* Dkt. No. 238.

In addition, in Defendants’ contemporaneously-filed RJN, they seek judicial notice of,

1 *inter alia*, the following two documents that concern the same above-listed information that the
2 Court has already sealed:

- 3 • **VLSI/NXP B.V. PPCA** – Defendants seek to file other portions of the highly
4 confidential PPCA. *See* RJN & Ex. 23; Weber Decl. ¶¶ 2-3; Motion to Dismiss the
5 SAC at 20:25-21:4.
- 6 • **Intel’s Damages Expert’s Report** – Defendants seek to file under seal information
7 that Intel has designated as “highly-confidential, outside counsel’s eyes only”
8 pursuant to a protective order in another matter. Weber Decl. ¶ 5; *VLSI Technology*
9 *LLC v. Intel Corporation*, 1:18-cv-00966-CFC-CJB (D. Del.) (the “Delaware
10 Action”). Specifically, Defendants seek to seal discrete portions from paragraphs
11 147, 149, and 1227 of Intel’s damages expert’s report from this litigation. *See* RJN
12 & Ex. 22; Motion to Dismiss the SAC at 25:16-19. Intel agreed that these excerpts
13 could be disclosed to the Court provided that they were filed under seal. Weber
14 Decl. ¶ 4.

15 Defendants request the Court to seal these two documents because they contain sensitive
16 and highly-confidential patent purchase agreement terms and damages report excerpts. *See, e.g.,*
17 *In re Elec. Arts, Inc.*, 298 Fed. Appx. 568, 569 (9th Cir. 2008) (ordering sealing where documents
18 could be used “‘as sources of business information that might harm a litigant’s competitive
19 standing’”); *In re Koninklijke Philips Pat. Litig.*, No. 18-CV-01885-HSG, 2020 WL 1865294, at
20 *1 (N.D. Cal. Apr. 13, 2020) (recognizing that “‘confidential business information’ in the form of
21 ‘license agreements, financial terms, details of confidential licensing negotiations, and business
22 strategies’” are compelling reasons to warrant sealing). Damages assessments from the Delaware
23 action and the terms contained in the PPCA contain, *inter alia*, confidential financial terms, trade
24 secrets, and business strategies. These assessments also reflect confidential patent valuations, and
25 their disclosure could prejudice VLSI in future licensing negotiations. Weber Decl. ¶ 5.

26 For the foregoing reasons, Defendants respectfully move to file under seal portions of the
27 Motion to Dismiss the SAC and the contemporaneously-filed RJN.
28

1 Dated: April 26, 2021

Respectfully submitted,

2 IRELL & MANELLA LLP

3
4 By: /s/ A. Matthew Ashley

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ECF ATTESTATION

I, Lucas S. Oxenford, am the ECF user whose ID and password are being used to file DEFENDANTS' ADMINISTRATIVE MOTION TO SEAL DEFENDANTS' JOINT MOTION TO DISMISS AND TO STRIKE PLAINTIFFS' SECOND AMENDED COMPLAINT AND REQUEST FOR JUDICIAL NOTICE. I hereby attest that I received authorization to insert the signatures indicated by a conformed signature (/s/) within this e-filed document.

By: /s/ Lucas S. Oxenford
Lucas S. Oxenford

CERTIFICATE OF SERVICE

On this 26th day of April 2021, I hereby certify that I caused the document entitled Defendants' Administrative Motion To Seal Defendants' Joint Motion To Dismiss And To Strike Plaintiffs' Second Amended Complaint And Request For Judicial Notice, along with the Declaration of Olivia Weber in support of Defendants' Administrative Motion to Seal, to be filed via the Court's CM/ECF system, which shall send notice to the counsel of record for the parties.

Dated: April 26, 2021

Respectfully submitted,

IRELL & MANELLA LLP

By: /s/ Lucas S. Oxenford

Lucas S. Oxenford
Counsel for Defendants
FORTRESS INVESTMENT GROUP LLC,
FORTRESS CREDIT CO. LLC,
VLSI TECHNOLOGY LLC